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December 5, 2003

VIA FEDERAL EXPRESS

Honorable Deborah Taylor Tate, Chair Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, Tennessee 37243-0505

Re: APPALACHIAN POWER COMPANY (American Electric Power)
AMENDMENT TO APPLICATION - DOCKET NO. 03-00503

Attn: Shara Dillon,

Docket and Records Manager

Dear Madam Chair:

In connection with this matter, please find enclosed one original and thirteen conformed copies of the above referenced Amendment to Application

If you should have any questions regarding the application, please contact the undersigned.

Sincerely yours,

HUNTER, SMITH & DAVIS, LLP

T. Arthur Scott, Jr.

Enclosures

Page 2 December 5, 2003

cc: Mr. R. Daniel Carson, Jr. (w/o encl.)
Thomas G. Berkemeyer, Esq. (w/o encl.)
William E. Johnson, Esq. (w/o encl.)
Mr. Isaac Webb (w/o encl.)
Russell Perkins, Esq. (w/encl.)
Mr. Barry Thomas (w/ encl.)

Before the

TENNESSEE REGULATORY AUTHORITY

In the Matter of the:

APPLICATION

of

DOCKET No. 03-00503

APPALACHIAN POWER COMPANY

AMENDMENT TO APPLICATION

On September 8, 2003, Appalachian Power Company ("Appalachian") filed an application ("Application") with the Tennessee Regulatory Authority requesting approval of notes in the aggregate amount not to exceed \$1.2 billion. As stated in the Application, the request was for authorization that would extend to December 31, 2005, with the consent and approval of the Virginia State Corporation Commission and this Authority.

On September 29, 2003, the Virginia Commission issued an order granting certain borrowing authority, but imposing conditions on the grant of that authority. Appalachian requested reconsideration by the Virginia Commission, which reconsideration was granted. On December 4, the Virginia Commission issued an order on reconsideration modifying its previous order as to the amount approved and the duration of the authority.

Accordingly, Appalachian hereby amends the Application to reduce the amount of debt requested to be authorized at this time to \$500 million of which no more than a total principal value of \$200 million will be new issuance and not part of a refinancing of existing debt. Furthermore, Appalachian amends the Application to shorten the period of time in which the notes may be issued from December 31, 2005 to December 31, 2004. If Appalachian determines to issue, prior to December 31, 2004, notes having a

principal amount of more than \$500 million of which, no more than \$200 million will be new issuances and not part of refinancing of existing debt, Appalachian shall seek further authorization from the Authority to issue notes above said principal amounts.

All other provisions of the Application remain as filed.

APPALACHIAN POWER COMPANY

T. Arthur Scott, Jr.,

TN. BPR Number 000749 Attorney for Applicant

Dated: December 5, 2003

Attorneys for Applicant:

Hunter, Smith & Davis, LLP P.O. Box 3740 Kingsport, TN 37664 (423) 378-8810

CERTIFICATE OF SERVICE

The undersigned does hereby certify that a true and correct copy of the foregoing Amendment to Application has been served upon all parties by mailing same by First Class, U.S. Mail, postage prepaid, this 5th day of December, 2003, to the following addresses:

Russell Perkins Office of Attorney General Consumer Advocate Division P. O. Box 20207 Nashville, TN 37202-0207

T. Arthur Scott, Jr.